

K2 Australian Small Cap Fund

ARSN 166 480 584

Financial report

For the year ended 30 June 2018

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Directors' report

The Directors of K2 Asset Management Ltd (ABN 95 085 445 094), the Responsible Entity of K2 Australian Small Cap Fund, present their report together with the financial statements of K2 Australian Small Cap Fund (the "Fund") for the year ended 30 June 2018 and the auditor's report thereon.

Principal activities

The Fund continued to invest in accordance with target asset allocations as set out in the current Product Disclosure Statement and in accordance with the provisions of the Fund's Constitution.

The Fund did not have any employees during the year.

There were no significant changes in the nature of the Fund's activities during the year.

The Fund is a registered managed investment scheme domiciled in Australia.

Directors

The following persons held office as Directors of K2 Asset Management Ltd during the year or since the end of the year and up to the date of this report:

Campbell W Neal
Mark S Newman
Robert C Hand
Hollie A Wight
Matthew W Lawler

Service providers

The Responsible Entity and Investment Manager of the Fund is K2 Asset Management Ltd.

The Custodians of the Fund are Morgan Stanley & Co International Plc and State Street Australia Limited.

The Administrator of the Fund is State Street Australia Limited.

The Unit Registry service provider of the Fund is Boardroom Pty Limited.

The registered office and principal place of business of the Responsible Entity and the Fund is Level 32, 101 Collins Street, Melbourne, Victoria, 3000.

Review and results of operations

The Fund maintains its long/short investment strategy in Small Cap listed equities and other investment instruments in Australia and New Zealand as permitted by the Fund's Constitution.

The investment policy of the Fund continues to be that detailed in the current Product Disclosure Statement and in accordance with the provisions of the Fund's Constitution.

Directors' report (continued)

Review and results of operations (continued)

Results

The performance of the Fund, as represented by the results of its operations, was as follows:

	Year ended	
	30 June 2018	30 June 2017
Operating profit/(loss) (\$'000)	1,355	1,210

Distributions

Distributions paid and payable (\$'000)	989	1,773
Distribution (dollars per unit)	0.17	0.26

Net Asset Value per unit

NAV per unit (quoted ex-distribution) are shown as follows:

	2018	2017
	\$	\$
At 30 June	2.43	2.40

Significant changes in state of affairs

Effective 28 June 2017, the Fund's Constitution was amended and other conditions to adopt the AMIT regime were met. Please refer to Note 1 and Note 8 for further information.

Effective 3 April 2018, the Product Disclosure Statement of the Fund was updated so that costs previously expensed and paid by the Fund including ASX fees, administration fees, unit registry fees and other fees and expenses, are now paid by the Investment Manager and reimbursed on a limited basis by the Fund as noted in the Product Disclosure Statement. Refer to Note 2(f) and Note 16 for further detail.

In the opinion of the Directors, there were no other significant changes in the state of affairs of the Fund that occurred during the financial year.

Matters subsequent to the end of the financial year

No matter or circumstance has arisen since 30 June 2018 that has significantly affected, or may significantly affect:

- (i) the operations of the Fund in future financial years, or
- (ii) the results of those operations in future financial years, or
- (iii) the state of affairs of the Fund in future financial years.

Likely developments and expected results of operations

The results of the Fund's operations will be affected by a number of factors, including the performance of investment markets in which the Fund invests. Investment performance is not guaranteed and future returns may differ from past returns. As investment conditions change over time, past returns should not be used to predict future returns.

Further information on likely developments in the operations of the Fund and the expected results of those operations have not been included in this report because the Responsible Entity believes it would be likely to result in unreasonable prejudice to the Fund.

Directors' report (continued)

Indemnity and insurance of officers and auditors

No insurance premiums are paid for out of the assets of the Fund in regards to insurance cover provided to either the Officers of K2 Asset Management Ltd or the auditors of the Fund. So long as the Officers of K2 Asset Management Ltd act in accordance with the Fund's Constitution and the Law, the Officers remain indemnified out of the assets of the Fund against losses incurred while acting on behalf of the Fund. The auditors of the Fund are in no way indemnified out of the assets of the Fund.

Fees paid to and interests held in the Fund by the Responsible Entity or its associates

Fees paid to the Responsible Entity and its associates out of Fund property during the year are disclosed in Note 16 to the financial statements.

No fees were paid out of the Fund property to the Directors of the Responsible Entity during the year.

Units held in the Fund by the Responsible Entity or its related parties as at the end of the year are disclosed in Note 16 to the financial statements.

Interests in the Fund

The movement in units on issue in the Fund during the year is set out below:

	30 June 2018 No. '000	30 June 2017 No. '000
Units on issue - 1 July	6,809	8,804
Units issued during the year	511	656
Units redeemed during the year	(1,874)	(2,651)
Units issued upon reinvestment of distributions	340	-
Units on issue - 30 June	5,786	6,809

	2018 \$'000	2017 \$'000
Value of assets		
Net value of the Fund's assets at 30 June	14,040	16,339

The value of the Fund's assets and liabilities is disclosed on the statement of financial position and derived using the basis set out in Note 2 to the financial statements.

Environmental regulation

The operations of the Fund are not subject to any particular or significant environmental regulations under a Commonwealth, State or Territory law.

Rounding of amounts to the nearest thousand dollars

The Fund is an entity of a kind referred to in ASIC Corporations (Rounding in Financial/Directors' Reports) Instrument 2016/191 issued by the Australian Securities and Investments Commission (ASIC) relating to the "rounding off" of amounts in the Directors' report. Amounts in the Directors' report have been rounded to the nearest thousand dollars in accordance with that ASIC Corporations Instrument, unless otherwise indicated.

Lead auditor's independence declaration

A copy of the Lead auditor's independence declaration as required under section 307C of the *Corporations Act 2001* is set out on page 6 and forms part of the Directors' report.

Directors' report (continued)

Lead auditor's independence declaration (continued)

This report is made in accordance with a resolution of the Directors of K2 Asset Management Ltd.



Hollie A Wight
Director

Melbourne
28 August 2018



Lead Auditor's Independence Declaration under Section 307C of the Corporations Act 2001

To the Directors of K2 Asset Management Ltd

I declare that, to the best of my knowledge and belief, in relation to the audit of K2 Australian Small Cap Fund for the financial year ended 30 June 2018 there have been:

- i. no contraventions of the auditor independence requirements as set out in the *Corporations Act 2001* in relation to the audit; and
- ii. no contraventions of any applicable code of professional conduct in relation to the audit.

KPMG

KPMG

Dean Waters

Partner

Melbourne

28 August 2018

Statement of comprehensive income

	Notes	Year ended	
		30 June 2018 \$'000	30 June 2017 \$'000 Restated*
Investment income			
Interest income		33	10
Dividend and distribution income		295	533
Net gains/(losses) on financial instruments held at fair value through profit or loss	5	1,956	1,683
Net foreign exchange gains/(losses)		13	22
Other operating income		<u>2</u>	<u>-</u>
Total Investment income/(loss)		<u>2,299</u>	<u>2,248</u>
Expenses			
Responsible Entity's fees	16	9	15
Investment management fees	16	213	437
Auditor's remuneration	12	37	37
Transaction costs		90	98
Performance fees	16	427	268
Administrative expenses		110	139
Reimbursable expenses	16	6	-
Short dividend expense		30	-
Other operating expenses	13	<u>22</u>	<u>44</u>
Total operating expenses		<u>944</u>	<u>1,038</u>
Profit/(loss) from operating activities		<u>1,355</u>	<u>1,210</u>
Distributions to unitholders*	9	<u>-</u>	<u>-</u>
Profit/(loss) for the year*		<u>1,355</u>	<u>1,210</u>
Other comprehensive income		<u>-</u>	<u>-</u>
Total comprehensive income for the year		<u>1,355</u>	<u>1,210</u>

* Net assets attributable to unitholders were reclassified from a liability to equity as at 28 June 2017. As a result of the reclassification, the Fund's distributions are no longer classified as finance costs in the statement of comprehensive income, but rather as distributions paid in the statement of changes in equity. Accordingly, the above statement has been restated to disclose Profit/(loss) for the year as opposed to change in net assets attributable to unitholders. For more information, please refer Note 1 and Note 8.

The above statement of comprehensive income should be read in conjunction with the accompanying notes.

Statement of financial position

		As at	
	Notes	30 June 2018 \$'000	30 June 2017 \$'000 Restated*
Assets			
Cash and cash equivalents	10	3,488	7,863
Receivables	14	37	43
Due from brokers - receivable for securities sold		151	65
Financial assets held at fair value through profit or loss	6	<u>12,230</u>	<u>11,499</u>
Total assets		<u>15,906</u>	<u>19,470</u>
Liabilities			
Bank overdrafts	10	-	350
Payables	15	87	115
Performance fee payable	16	-	185
Due to brokers - payable for securities purchased		182	41
Distributions payable	9	989	1,773
Financial liabilities held at fair value through profit or loss	7	<u>608</u>	<u>667</u>
Total liabilities		<u>1,866</u>	<u>3,131</u>
Net assets attributable to unitholders - equity*	8	<u>14,040</u>	<u>16,339</u>

*Net assets attributable to unitholders were reclassified from a liability to equity as at 28 June 2017. Accordingly, the respective line item on the Statement of Financial Position above has been restated at 30 June 2017. Refer Note 1 and Note 8 for further detail.

The above statement of financial position should be read in conjunction with the accompanying notes.

Statement of changes in equity

	Note	Year ended	
		30 June 2018 \$'000	30 June 2017 \$'000 Restated*
Total equity at the beginning of the year	8	16,339	-
Reclassification due to AMIT tax regime implementation*		-	18,286
Comprehensive income for the year			
Profit/(loss) for the year		1,355	(174)
Other comprehensive income		-	-
Total comprehensive income for the year		<u>1,355</u>	<u>(174)</u>
Transactions with unitholders			
Applications		1,336	-
Redemptions		(4,821)	-
Units issued upon reinvestment of distributions		820	-
Distributions to unitholders		(989)	(1,773)
Total transactions with unitholders		<u>(3,654)</u>	<u>(1,773)</u>
Total equity at the end of the year*		<u>14,040</u>	<u>16,339</u>

* Effective from 28 June 2017, the Fund's units have been reclassified from a financial liability to equity. As a result, equity transactions, including applications, redemptions and distributions, have been disclosed in the above statements from 28 June 2017 onward. For more information, please refer to Note 1 and Note 8.

The above statement of changes in equity should be read in conjunction with the accompanying notes.

Statement of cash flows

	Notes	Year ended	
		30 June 2018 \$'000	30 June 2017 \$'000
Cash flows from operating activities			
Dividends and distributions received		296	558
Interest (paid)/received		33	5
Other income received		2	3
Responsible Entity's fees paid		(10)	(15)
Management fees paid		(229)	(443)
Performance fees paid		(612)	(89)
Payment of other operating expenses		(301)	(350)
Proceeds from / (payments for) foreign exchange movements		6	(25)
Net cash inflow/(outflow) from operating activities	11(a)	(815)	(356)
Cash flows from investing activities			
Proceeds from sale of financial instruments held at fair value through profit or loss		19,818	28,071
Purchase of financial instruments held at fair value through profit or loss		(18,597)	(16,363)
Net cash inflow/(outflow) from investing activities		1,221	11,708
Cash flows from financing activities			
Proceeds from applications by unitholders		1,336	1,762
Payments for redemptions by unitholders		(4,821)	(6,848)
Distributions paid		(953)	-
Net cash inflow/(outflow) from financing activities		(4,438)	(5,086)
Net increase/(decrease) in cash and cash equivalents		(4,032)	6,266
Cash and cash equivalents at the beginning of the year		7,513	1,200
Effects of foreign currency exchange rate changes on cash and cash equivalents		7	47
Cash and cash equivalents at the end of the year	10	3,488	7,513

The above statement of cash flows should be read in conjunction with the accompanying notes.

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1 General information

These financial statements cover K2 Australian Small Cap Fund (the “Fund”) as an individual entity which is a registered managed investment scheme under the *Corporations Act 2001* and was admitted to trading status on the ASX under the AQUA Rules on 15 December 2015. The Fund was registered with the Australian Securities and Investments Commission (ASIC) as a registered managed investment scheme on 11 November 2013 and began operations on 2 December 2013. The Fund will terminate on 12 November 2093 unless terminated earlier in accordance with the provisions of the Fund’s Constitution.

The Responsible Entity of the Fund is K2 Asset Management Ltd (the “Responsible Entity”). The Responsible Entity’s registered office is Level 32, 101 Collins Street, Melbourne VIC 3000. The financial statements are presented in Australian currency.

On 5 May 2016, a new tax regime applying to Managed Investment Trusts (“MITs”) was established under the Tax Laws Amendment (New Tax System for Managed Investment Trusts) Act 2016. The Attribution Managed Investment Trust (“AMIT”) regime allows MITs that meet certain requirements to make an irrevocable choice to be an AMIT. In order to allow the Fund to elect into the AMIT tax regime, the Fund’s Constitution has been amended and the other conditions to adopt the AMIT tax regime have been met effective 28 June 2017. Under the AMIT regime income is attributed to unitholders on a fair and reasonable basis, as determined by the Responsible Entity. Consequently the units in the Fund have been reclassified from a financial liability to equity on 28 June 2017. For further information, please refer to Note 8.

These financial statements were approved by the Board of Directors of the Responsible Entity and authorised for issue by the Directors on 28 August 2018. The Directors of the Responsible Entity have the power to amend and reissue the financial statements.

The financial statements of the Fund are for the year ended 30 June 2018.

2 Summary of significant accounting policies

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies presented have been consistently applied to all years presented, unless otherwise stated in the following text.

(a) Basis of preparation

These general purpose financial statements have been prepared in accordance with Australian Accounting Standards and Interpretations issued by the Australian Accounting Standards Board and the *Corporations Act 2001* in Australia. K2 Australian Small Cap Fund is a for-profit fund for the purpose of preparing the financial statements.

The financial statements are prepared on the historical cost basis except for financial instruments held at fair value through profit or loss, which are measured at fair value.

The statement of financial position is presented on a liquidity basis.

Assets and liabilities are presented in decreasing order of liquidity and are not distinguished between current and non-current. All balances are expected to be recovered or settled within twelve months, except for investments in financial assets and net assets attributable to unitholders.

The Fund manages financial assets at fair value through profit or loss based on the economic circumstances at any given point in time, as well as to meet any liquidity requirements. As such, it is expected that a portion of the portfolio will be realised within 12 months, however, an estimate of that amount cannot be determined at the end of the reporting period.

In the case of net assets attributable to unitholders, the units are redeemable on demand at the unitholder’s option. However, holders of these instruments typically retain them for the medium to long term. As such, the amount expected to be settled within 12 months cannot be reliably determined.

(i) Compliance with International Financial Reporting Standards (IFRS)

The financial statements of the Fund also comply with International Financial Reporting Standards (IFRS) and interpretations adopted by the International Accounting Standards Board (IASB).

2 Summary of significant accounting policies (continued)

(a) Basis of preparation (continued)

(ii) *New and amended standards adopted by the Fund*

The amendments made by AASB 2016-2 Amendments to Australian Accounting Standard – Disclosure Initiative: Amendments to AASB 107 require disclosure of changes in liabilities arising from financing activities. The relevant information is provided in Note 8.

(b) Financial instruments

(i) *Valuation of financial assets and liabilities categorised as fair value through profit or loss*

The Fund has designated all of its investments at fair value through profit or loss. These securities are initially recognised at fair value, typically represented by cost excluding transaction costs, which are expensed as incurred. Investments are valued at their fair value at the end of each reporting period. Gains and losses arising from changes in the fair value of financial assets at fair value through profit or loss category are included in the statement of comprehensive income in the period in which they arise. The following represent the basis of valuation for financial reporting purposes.

The quoted market price used for financial assets and liabilities held by the Fund is the last traded price. When the Fund holds derivatives with offsetting market risks, it uses last traded prices as a basis for establishing fair values for the offsetting risk positions and applies this last traded price to the net open position, as appropriate.

(ii) *Accounting for financial assets and liabilities designated at fair value through profit or loss*

Trading security transactions are recorded on a trade date basis and are initially recognised at fair value, typically represented by cost excluding transaction costs. On disposal, the resulting gain or loss is included in the statement of comprehensive income. Unrealised gains and losses on trading securities are reflected in the statement of comprehensive income.

The Fund may sell trading securities short in anticipation of a decline in the fair value of that security. When the Fund sells a security short, it must borrow the security sold short and deliver it to the broker-dealer through which it made the short sale. At the end of each reporting period, the liability for the obligation to replace the borrowed security is marked-to-market and an unrealised gain or loss equal to the difference between the price at the end of each reporting period and the cost of replacing the security is recorded in the statement of comprehensive income. A gain or loss is realised and included in the statement of comprehensive income when a closing position is entered into by the Fund offsetting the short position.

The fair value through profit or loss classification is available for the majority of the financial assets held by the Fund and the financial liabilities arising from the units on issue must be fair valued. In addition, the Fund's performance and risk management are assessed on a fair value basis.

(iii) *Accounting for financial instruments held for trading*

These include derivative financial instruments. All derivatives in a net receivable or payable position are shown gross and reported as either derivative financial assets or derivative financial liabilities. The Fund does not designate any derivatives as hedges in a hedging relationship.

The fair value of derivative financial instruments traded in active markets is based on their quoted market prices at the end of the reporting period without any deduction for estimated future selling costs. In addition, financial assets and financial liabilities are priced at last traded prices.

2 Summary of significant accounting policies (continued)

(c) Net assets attributable to unitholders

Units are redeemable at the unitholders' option and the units can be put back to the Fund at any time for cash based on the redemption price, which is equal to a proportionate share of the Fund's net asset value attributable to the unitholders less redemption costs. The units are carried at the redemption amount that is payable at balance sheet date if the holder exercises the right to put the units back to the Fund. This amount represents the expected cash flows on redemption of these units.

Units are classified as equity when they satisfy the following criteria under AASB 132 *Financial instruments: Presentation*:

- the puttable financial instrument entitles the holder to a pro-rata share of net assets in the event of the Fund's liquidation;
- the puttable financial instrument is in the class of instruments that is subordinate to all other classes of instruments and class features are identical;
- the puttable financial instrument does not include any contractual obligations to deliver cash or another financial asset, or to exchange financial instruments with another entity under potentially unfavorable conditions to the Fund, and it is not a contract settled in the Fund's own equity instruments; and
- the total expected cash flows attributable to the puttable financial instrument over the life are based substantially on the profit or loss, the change in the recognised net assets or the change in the fair value of the recognised and unrecognised net assets of the entity over the life the investments (excluding any effects of the instrument).

Effective from 28 June 2017, the Fund's units have been reclassified from a financial liability to equity having satisfied all the above criteria.

(d) Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with banks, other short term, highly liquid investments with maturities of three months or less from the date of acquisition that are subject to an insignificant risk of changes in their fair value and are used by Fund in the management of short-term commitments, other than cash collateral provided in respect of derivatives and securities borrowing transactions including cash management trusts, and bank overdrafts (which are shown separately on the statement of financial position).

(e) Investment income

Interest income is recognised in the statement of comprehensive income for all financial instruments on an accruals basis, using the effective interest method of the instrument calculated at the acquisition or origination date.

Dividend income relating to exchange-traded equity instruments is recognised in the statement of comprehensive income on the ex-dividend date with any related foreign withholding tax recorded as an expense. Distribution income is recognised on an entitlement basis.

(f) Expenses

All expenses, including management fees, performance fees, Responsible Entity's fees and custodian fees, are recognised in the statement of comprehensive income on an accruals basis.

Effective 3 April 2018, the Product Disclosure Statement of the Fund was updated so that costs previously expensed and paid by the Fund including ASX fees, administration fees, unit register fees and other fees and expenses, are now paid by the Investment Manager and reimbursed on a limited basis by the Fund as noted in the Product Disclosure Statement. Refer to Note 16 for further detail.

The performance fee is calculated and accrued daily based on the NAV (Net Asset Value) (before performance fee) of the Fund and is paid in arrears on a semi-annual basis as at the last business day in December and June. Performance fees are paid where applicable on redemptions throughout the financial year on a pro-rata basis.

2 Summary of significant accounting policies (continued)

(f) Expenses (continued)

Dividends declared on securities sold short are accrued on ex-dividend date and recognised as an expense in the statement of comprehensive income.

(g) Income tax

Under current legislation, the Fund is not subject to income tax provided it attributes the entirety of its taxable income to its unitholders.

The benefits of any imputation credits and foreign tax paid are passed on to unitholders.

(h) Distributions

Distributions are payable as set out in the Fund's Product Disclosure Statement. Such distributions are determined by the Responsible Entity of the Fund. Distributable income includes capital gains arising from the disposal of financial assets and liabilities held for trading. Unrealised gains and losses on financial assets and liabilities held for trading that are recognised as income are transferred to net assets attributable to unitholders and are not assessable and distributable until realised. Capital losses are not distributed to unitholders but are retained in the Fund to be offset against any future realised capital gains.

From 28 June 2017 distributions are recognised in the statement of changes in equity.

(i) Finance Costs

Prior to adopting AMIT distributions paid on units were recognised in the statement of comprehensive income as finance costs and as a liability until paid. As a result of the Fund adopting the AMIT tax regime these are now classified as distributions paid directly out of equity and shown in the statement of changes in equity. Distributions paid are included in cash flows from financing activities in the statement of cash flows.

(j) Change in net assets attributable to unitholders

Income which has not been distributed by the Fund is included in net assets attributable to unitholders. Where the Fund's units are classified as liabilities, movements in net assets attributable to unitholders are recognised in the statement of comprehensive income as finance costs. Due to the adoption of the AMIT tax regime these movements are now recognised in the statement of changes in equity with effect from 28 June 2017.

(k) Foreign currency translation

(i) Functional and presentation currency

Items included in the Fund's financial statements are measured using the currency of the primary economic environment in which they operate (the "functional currency"). The Fund's functional currency is the Australian dollar. This is also the Fund's presentation currency.

(ii) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translations at year end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the statement of comprehensive income.

The Fund does not isolate that portion of gains or losses on securities and derivative financial instruments that are measured at fair value through profit or loss and which are due to changes in foreign exchange rates from those due to changes in the market price of securities. Such fluctuations are included with the net gains or losses on financial instruments at fair value through profit or loss.

2 Summary of significant accounting policies (continued)

(l) Due from/to brokers

Amounts due from/to brokers represent receivables for securities sold and payables for securities purchased that have been contracted for but not yet delivered by the end of the year. Trades are recorded on trade date, and for equities normally settled within two business days. A provision for impairment of amounts due from brokers is established when there is objective evidence that the Fund will not be able to collect all amounts due from the relevant broker. Indicators that the amount due from brokers is impaired include significant financial difficulties of the broker, probability that the broker will enter bankruptcy or financial reorganisation and default in payments.

(m) Receivables

Receivables may include amounts for distributions, dividends and interest. Dividends and distributions are accrued when the right to receive payment is established. Interest is accrued at the end of each reporting period from the time of last payment in accordance with the policy set out in Note 2(e). Amounts are generally received within 30 days of being recorded as receivables.

Collectability of trade receivables is reviewed on an ongoing basis. Debts which are known to be uncollectible are written off by reducing the carrying amount directly. An allowance account (provision for impairment of trade receivables) is used when there is objective evidence that the Fund will not be able to collect all amounts due according to the original terms of the receivables. Significant financial difficulties of the debtor, probability that the debtor will enter bankruptcy or financial reorganisation, and default or delinquency in payments (more than 30 days overdue) are considered indicators that the trade receivable is impaired. The amount of the impairment allowance is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the original effective interest rate. Cash flows relating to short term receivables are not discounted if the effect of discounting is immaterial.

The amount of the impairment loss is recognised in the statement of comprehensive income within other expenses. When a trade receivable for which an impairment allowance had been recognised becomes uncollectible in a subsequent period, it is written off against the allowance account. Subsequent recoveries of amounts previously written off are credited against other expenses in profit or loss.

(n) Payables

Payables include liabilities and accrued expenses owing by the Fund which are unpaid as at the end of the reporting period.

The distribution amount payable to unitholders as at the end of each reporting period is recognised separately in the statement of financial position when unitholders are presently entitled to the distributable income under the Fund's Constitution.

(o) Applications and redemptions

Unit application and redemption prices are determined by reference to the unit price methodology outlined in the Fund's Constitution and Product Disclosure Statement. These prices may differ from the market price quoted on the ASX.

(p) Goods and Services Tax (GST)

The GST incurred on the costs of various services provided to the Fund by third parties such as audit fees, custodial services and investment management fees have been passed onto the Fund. The Fund qualifies for Reduced Input Tax Credits (RITC) at a rate of 55% - 75%; hence investment management fees, custodial fees and other expenses have been recognised in the statement of comprehensive income net of the amount of GST recoverable from the Australian Taxation Office (ATO). Accounts payable are inclusive of GST. The net amount of GST recoverable from the ATO is included in receivables in the statement of financial position. Cash flows relating to GST are included in the statement of cash flows on a gross basis.

2 Summary of significant accounting policies (continued)

(q) Use of estimates

The Fund makes estimates and assumptions that affect the reported amounts of assets and liabilities within the next financial year. Estimates are continually evaluated and based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

For the majority of the Fund's financial instruments, quoted market prices are readily available. However, certain financial instruments, for example over-the-counter derivatives or unquoted securities, are fair valued using valuation techniques. Where valuation techniques (for example, pricing models) are used to determine fair values, they are validated and periodically reviewed by experienced personnel of the Responsible Entity, independent of the area that created them.

Models use observable data, to the extent practicable. However, areas such as credit risk (both own and counterparty), volatilities and correlations require management to make estimates. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

For certain other financial instruments, including amounts due from/to brokers and payables, the carrying amounts approximate fair value due to the short term nature of these financial instruments.

(r) Rounding of amounts

The Fund is an entity of a kind referred to in ASIC Corporations (Rounding in Financial/Directors' Reports) Instrument 2016/191 issued by the Australian Securities and Investments Commission (ASIC) relating to the "rounding off" of amounts in the financial statements. Amounts in the financial statements have been rounded to the nearest thousand dollars in accordance with that ASIC Corporations Instrument, unless otherwise indicated.

(s) Segment reporting

A business segment is identified for a group of assets and operations engaged in providing products or services that are subject to risks and returns that are different to those of other business segments. A geographical segment is identified when products or services are provided within a particular economic environment subject to risks and returns that are different from those of segments operating in other economic environments.

(t) New accounting standards and interpretations

Certain new accounting standards and interpretations have been published that are not mandatory for the 30 June 2018 reporting period and have not been early adopted by the Fund. The Directors' assessment of the impact of these new standards (to the extent relevant to the Fund) and interpretations is set out below:

(i) AASB 9 *Financial Instruments* (and applicable amendments)

AASB 9 *Financial Instruments* (effective from 1 January 2018) addresses the classification, measurement and derecognition of financial assets and financial liabilities. It has now also introduced revised rules around hedge accounting and impairment. The standard is applicable for financial years commencing on or after 1 January 2018 but is available for early adoption.

The Directors do not expect this to have a significant impact on the recognition and measurement of the Fund's financial instruments as they are carried at fair value through profit or loss.

The derecognition rules have not been changed from the previous requirements, and the Fund does not apply hedge accounting. AASB 9 introduces a new impairment model. However, as the Fund's investments are all held at fair value through profit or loss, the change in impairment rules will not impact the Fund.

The Fund has not early adopted AASB 9.

2 Summary of significant accounting policies (continued)

(t) New accounting standards and interpretations (continued)

(ii) AASB 15 Revenue from Contracts with Customers

AASB 15 *Revenue from Contracts with Customers*, (effective from 1 January 2018) will replace AASB 118 which covers contracts for goods and services and AASB 111 which covers construction contracts.

The new standard is based on the principle that revenue is recognised when control of a good or service transfers to a customer – so the notion of control replaces the existing notion of risks and rewards.

The Fund's main sources of income are interest, dividends, distributions and gains on financial instruments held at fair value. All of these are outside the scope of the new revenue standard. As a consequence, the Directors do not expect the adoption of the new revenue recognition rules to have a significant impact on the Fund's accounting policies or the amounts recognised in the financial statements.

The Fund has not early adopted AASB 15.

There are no other standards that have been published but are not yet effective and that are expected to have a material impact on the Fund in the current or future reporting periods and on foreseeable future transactions.

(u) Comparative disclosures

Where appropriate, comparative disclosures have been reclassified/amended to be consistent with the current year's presentation. Such reclassifications/amendments have not affected the statement of comprehensive income or statement of financial position.

3 Financial risk management

The Fund's activities expose it to a variety of financial risks: market risk (including price risk, foreign exchange risk and interest rate risk), credit risk and liquidity risk.

The Fund's overall risk management program focuses on ensuring compliance with the Fund's Product Disclosure Statement and Constitution and seeks to maximise the returns derived for the level of risk to which the Fund is exposed. Financial risk management is carried out by the investment management team using policies approved by the Board of Directors of the Responsible Entity (the "Board"). These policies include exposure limits, hedging and stop loss guidelines. Other aspects of risk are overseen by the Responsible Entity's compliance committee.

The Fund uses different methods to measure the different types of risk to which it is exposed. These methods include sensitivity analysis in the case of interest rate, foreign exchange and other price risks and ratings analysis for credit risk.

(a) Market risk

'Market risk' is the risk that changes in market prices - such as interest rates, foreign exchange rates, equity prices and credits spreads - will affect the Fund's income or the fair value of its holdings of financial instruments.

(i) Price Risk

The Fund is exposed to equity securities and derivative securities price risk. This arises from investments held by the Fund for which prices in the future are uncertain. Where non-monetary financial instruments are denominated in currencies other than the Australian dollar, the price in the future will also fluctuate due to changes in foreign exchange rates. Paragraph (ii) sets out how this component of price risk is managed and measured. They are classified on the statement of financial position as at fair value through profit or loss. All securities investments present a risk of loss of capital. Except for equities sold short, the maximum risk resulting from financial instruments is determined by the fair value of the financial instrument. Possible losses from equities sold short can be unlimited. Policies restricting exposure to short positions aim to reduce this risk along with stop loss strategies that provide investment managers with instant notification when a position falls below a

3 Financial risk management (continued)

(a) Market risk (continued)

(i) Price Risk (continued)

defined performance target. This enables investment managers to immediately execute a trade to minimise losses when the prices of short positions are rising or when prices on long positions are falling. Compliance with exposure limits and stop loss guidelines is reviewed on a daily basis by the investment managers.

The Fund also enters into over-the-counter option contracts to meet the requirements of its risk management and trading activities. The Fund monitors its positions to reduce the risk of potential loss due to changes in market value or failure of counterparties to perform.

The Investment Manager also aims to mitigate risk through diversification and a careful selection of securities and other financial instruments within specified limits set by the Board.

The majority of the Fund's equity investments are publicly traded on stock exchanges as described in the Product Disclosure Statement.

The table in Note 3(b) summarises the sensitivity of the Fund's assets and liabilities to price risk. The analysis is based on the assumptions that the markets in which the Fund invests increased/(decreased) by 10% (2017: 10%). The impact mainly arises from the possible change in the fair value of listed equities and equity derivatives.

(ii) Foreign exchange risk

The Fund holds both monetary and non-monetary assets denominated in currencies other than the Australian dollar. The foreign exchange risk relating to non-monetary assets and liabilities is a component of price risk. Foreign exchange risk arises as the value of monetary securities denominated in other currencies fluctuate due to changes in exchange rates. The Investment Manager aims to mitigate this risk via actively managing its currency exposure. One hundred percent of a foreign currency may be hedged or alternatively the Investment Manager may elect to have no currency hedging implemented. The risk is measured using sensitivity analysis.

The investment strategy for foreign exchange exposure is reviewed on a daily basis.

The table below summarises the Fund's major exposure to assets and liabilities that are denominated in a currency other than the Australian dollar.

	30 June 2018	30 June 2017
	NZD	NZD
	A\$'000	A\$'000
Cash and cash equivalents	33	(350)
Receivables	-	8
Payables	-	(2)
Financial assets held at fair value through profit or loss	924	906
Total	957	562

The table in Note 3(b) summarises the sensitivities of the Fund's monetary assets and liabilities to foreign exchange risk. The analysis is based on the assumption that the Australian dollar weakened/strengthened by 10% (2017: 10%) against other currencies to which the Fund is exposed.

(iii) Interest rate risk

The Fund's interest bearing financial assets and liabilities expose it to risks associated with the effects of fluctuations in the prevailing levels of market interest rates on its financial position and cash flows. The risk is measured using sensitivity analysis.

3 Financial risk management (continued)

(iii) Interest rate risk (continued)

The table below summarises the Fund's exposure to interest rate risks. It includes the Fund's assets and liabilities at fair values, categorised by the earlier of contractual re-pricing or maturity dates.

30 June 2018	Floating interest rate \$'000	Fixed interest rate \$'000	Non interest bearing \$'000	Total \$'000
Assets				
Cash and cash equivalents	3,488	-	-	3,488
Receivables	-	-	37	37
Due from brokers - receivable for securities sold	-	-	151	151
Financial assets held at fair value through profit and loss	-	-	12,230	12,230
Liabilities				
Payables	-	-	(87)	(87)
Due to brokers - payable for securities purchased	-	-	(182)	(182)
Distributions payable	-	-	(989)	(989)
Financial liabilities held at fair value through profit and loss	-	-	(608)	(608)
Net exposure	<u>3,488</u>	<u>-</u>	<u>10,552</u>	<u>14,040</u>

30 June 2017	Floating interest rate \$'000	Fixed interest rate \$'000	Non interest bearing \$'000	Total \$'000
Assets				
Cash and cash equivalents	7,863	-	-	7,863
Receivables	-	-	43	43
Due from brokers - receivable for securities sold	-	-	65	65
Financial assets held at fair value through profit and loss	-	-	11,499	11,499
Liabilities				
Bank overdrafts	(350)	-	-	(350)
Payables	-	-	(115)	(115)
Performance fee payable	-	-	(185)	(185)
Due to brokers - payable for securities purchased	-	-	(41)	(41)
Distributions payable	-	-	(1,773)	(1,773)
Financial liabilities held at fair value through profit and loss	-	-	(667)	(667)
Net exposure	<u>7,513</u>	<u>-</u>	<u>8,826</u>	<u>16,339</u>

An analysis of financial liabilities by maturities is provided in Note 3(d).

The table in Note 3(b) summarises the impact of an increase/decrease of interest rates on the Fund's operating profit and net assets attributable to unitholders through changes in fair value or changes in future cash flows. The analysis is based on the assumption that interest rates changed by +/- 125 basis points (2017: +/- 125 basis points) from the year end rates with all other variables held constant.

3 Financial risk management (continued)

(b) Summarised sensitivity analysis

The following table summarises the sensitivity of the Fund's operating profit and net assets attributable to unitholders to interest rate risk, foreign exchange risk and other price risk. The reasonably possible movements in the risk variables have been determined based on management's best estimate, having regard to a number of factors, including historical levels of changes in interest rates and foreign exchange rates, historical correlation of the Fund's investments with the relevant benchmark and market volatility. However, actual movements in the risk variables may be greater or less than anticipated due to a number of factors, including unusual market movements resulting from changes in the performance of the economies, markets and securities in which the Fund invests. As a result, historic variations in risk variables are not a definitive indicator of future variations in the risk variables.

	Price risk		Interest rate risk		Foreign exchange risk	
	Impact on operating profit/Net assets attributable to unitholders					
	-10%	10%	-125bps	+125bps	-10%	10%
					NZD	NZD
	\$'000	\$'000	\$'000	\$'000	A\$'000	A\$'000
30 June 2018	(1,162)	1,162	(44)	44	(96)	96
30 June 2017	(1,083)	1,083	(94)	94	(56)	56

(c) Credit risk

'Credit risk' is the risk that a counterparty to a financial instrument will fail to discharge an obligation or commitment that it has entered into with the Fund, resulting in a financial loss to the Fund.

Credit risk primarily arises from investments in debt securities and from trading derivative products. Other credit risk arises from cash and cash equivalents, deposits with banks and other financial institutions and amounts due from brokers. None of these assets are past due or impaired.

All transactions in listed securities are settled/paid for upon delivery using approved brokers. The risk of default is considered minimal, as delivery of securities sold is only made once the broker has received payment. Payment is made on a purchase once the securities have been received by the broker. The trade will fail if either party fails to meet its obligation.

The Fund does not have any significant credit risk exposure to any single counterparty or counterparties having similar characteristics except for cash held with custodians. The creditworthiness of counterparties is reviewed by the Board to further assist in mitigating this risk. The credit rating of the prime broker and Fund administrator is reviewed annually and on an as needs basis.

Collateral pledged under prime brokerage agreements

The Fund has entered into a prime brokerage agreement with the Fund's prime broker. The prime broker is only able to charge, onlend or otherwise use a limited amount of the assets of the Fund, based on the liabilities owed to the prime broker, including amounts due to brokers for securities purchased and securities sold short. If there are no liabilities owing then none of the Fund assets can be used by the prime broker.

(d) Liquidity risk

'Liquidity risk' is the risk that the Fund will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset.

Liquidity risk occurs when securities become illiquid and as a result the position becomes difficult to exit. The Investment Manager aims to mitigate this risk by only investing in those markets that provide reasonable liquidity. Portfolio liquidity testing is conducted regularly to assess the time frames required to exit current positions.

The Fund's listed securities are considered readily realisable, as the majority are listed on viable stock exchanges.

3 Financial risk management (continued)

The Fund may, from time to time, invest in derivative contracts traded over the counter or hold securities suspended from trading, which are not traded in an organised market and may be illiquid. As a result, the Fund may not be able to quickly liquidate its investments in these instruments at an amount close to their fair value to meet its liquidity requirements or to respond to specific events such as deterioration in the creditworthiness of any particular issuer or counterparty.

The table below analyses the Fund's financial liabilities into relevant maturity groupings based on the remaining period from contractual maturity date to the year end date. The amounts in the table are contractual undiscounted cash flows.

	Less than 1 month	1-6 months	6-12 months	Over 12 months	No stated maturity
At 30 June 2018	\$'000	\$'000	\$'000	\$'000	\$'000
Payables	87	-	-	-	-
Due to brokers - payable for securities purchased	182	-	-	-	-
Distributions payable	989	-	-	-	-
Financial liabilities at fair value through profit or loss	-	-	-	-	608
Total liabilities	1,258	-	-	-	608

	Less than 1 month	1-6 months	6-12 months	Over 12 months	No stated maturity
At 30 June 2017 Restated*	\$'000	\$'000	\$'000	\$'000	\$'000
Bank overdrafts	-	-	-	-	350
Payables	115	-	-	-	-
Performance fee payable	185	-	-	-	-
Due to brokers - payable for securities purchased	41	-	-	-	-
Distributions payable	1,773	-	-	-	-
Financial liabilities at fair value through profit or loss	-	-	-	-	667
Total liabilities	2,114	-	-	-	1,017

* Net assets attributable to unitholders were reclassified from a financial liability to equity as at 28 June 2017. Accordingly the table above has been restated at 30 June 2017. Refer Note 1 and Note 8 for further detail.

The table above shows the undiscounted cash flows of the Fund's financial liabilities on the basis of their earliest possible contractual maturity. The carrying amounts approximate the nominal amounts.

The bank overdraft relates to the multi-currency cash account, held with Morgan Stanley in line with the Prime Brokerage agreement. The prime broker is only able to charge, onlend or otherwise use a limited amount of the assets of the Fund, based on the liabilities owed to the prime broker, including amounts due to brokers for securities purchased and securities sold short. Interest is paid at floating interest rates.

4 Fair value measurement

The Fund measures and recognises the following assets and liabilities at fair value on a recurring basis:

- Financial assets / liabilities at fair value through profit or loss (see Note 6 and 7)

4 Fair value measurement (continued)

- Financial assets / liabilities held for trading (see Note 6 and 7)
- Derivative financial instruments

The Fund has no assets or liabilities measured at fair value on a non-recurring basis in the current reporting period.

AASB 13 requires disclosure of fair value measurements by level of the following fair value hierarchy:

- quoted prices (unadjusted) in active markets for identical assets or liabilities (Level 1);
- inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly or indirectly (Level 2); and
- inputs for the asset or liability that are not based on observable market data (unobservable inputs) (Level 3).

(i) Fair value in an active market (Level 1)

The fair value of financial assets and liabilities traded in active markets is based on their quoted market prices at the end of the reporting period without any deduction for estimated future selling costs.

The Fund values its investments in accordance with the accounting policies set out in Note 4 to the financial statements. For the majority of its investments, the Fund relies on information provided by independent pricing services for the valuation of its investments.

The quoted market price used for financial assets and financial liabilities is the last traded price. When the Fund holds derivatives with offsetting market risks, it uses last traded prices as a basis for establishing fair values for the offsetting risk positions and applies this last traded price to the net open position, as appropriate.

A financial instrument is regarded as quoted in an active market if quoted prices are readily and regularly available from an exchange, and those prices represent actual and regularly occurring market transactions on an arm's length basis.

(ii) Fair value in an inactive or unquoted market (Level 2 and Level 3)

The fair value of financial assets and liabilities that are not traded in an active market is determined using valuation techniques. These include the use of recent arm's length market transactions, reference to the current fair value of a substantially similar other instrument, discounted cash flow techniques, option pricing models or any other valuation technique that provides a reliable estimate of prices obtained in actual market transactions.

Where discounted cash flow techniques are used, estimated future cash flows are based on management's best estimates and the discount rate used is a market rate at the end of the reporting period applicable for an instrument with similar terms and conditions.

For other pricing models, inputs are based on market data at the reporting date. Fair values for unquoted equity investments are estimated, if possible, using applicable price/earnings ratios for similar listed companies adjusted to reflect the specific circumstances of the issuer.

The fair value of derivatives that are not exchange traded is estimated at the amount that the Fund would receive or pay to terminate the contract at the reporting date taking into account current market conditions (volatility and appropriate yield curve) and the current creditworthiness of the counterparties. The fair value of a forward contract is determined as a net present value of estimated future cash flows, discounted at appropriate market rates as at the valuation date. The fair value of an option contract is determined by applying the Black Scholes option valuation model.

The output of a model is always an estimate or approximation of a value that cannot be determined with certainty, and valuation techniques employed may not fully reflect all factors relevant to the positions the Fund holds. Valuations are therefore adjusted, where appropriate, to allow for additional factors including liquidity risk and counterparty risk.

4 Fair value measurement (continued)

Recognised fair value measurements

The following table presents the Fund's assets and liabilities measured and recognised at fair value as at 30 June 2018 and 30 June 2017.

As at 30 June 2018	Level 1 \$'000	Level 2 \$'000	Level 3 \$'000	Total \$'000
Financial assets				
Financial assets designated at fair value through profit or loss:				
Equity securities	12,230	-	-	12,230
Total	12,230	-	-	12,230
Financial liabilities				
Financial liabilities designated at fair value through profit or loss:				
Equity securities - sold short	608	-	-	608
Total	608	-	-	608

As at 30 June 2017	Level 1 \$'000	Level 2 \$'000	Level 3 \$'000	Total \$'000
Financial assets				
Financial assets designated at fair value through profit or loss:				
Equity securities	11,499	-	-	11,499
Total	11,499	-	-	11,499
Financial liabilities				
Financial liabilities designated at fair value through profit or loss:				
Equity securities - sold short	667	-	-	667
Total	667	-	-	667

The Fund's policy is to recognise transfers into and transfers out of fair value hierarchy levels as at the end of the reporting period.

(i) Transfers between levels

There were no transfers between levels in the fair value hierarchy for the year ended 30 June 2018 and 30 June 2017. There were also no changes made to any of the valuation techniques applied as of 30 June 2017.

Transfers between levels of the fair value hierarchy are deemed to have occurred at the end of the reporting period.

(ii) Fair value measurements using significant unobservable inputs (Level 3)

All financial instruments held by the Fund with fair value measurements using significant unobservable inputs at 30 June 2018 and 30 June 2017 have been valued at \$0.

4 Fair value measurement (continued)

Recognised fair value measurements (continued)

(iii) Valuation processes

Portfolio reviews are undertaken regularly by management to identify securities that potentially may not be actively traded or have stale security pricing. This process identifies securities which possibly could be regarded as being Level 3 securities.

Further analysis, should it be required, is undertaken to determine the accounting significance of the identification. For certain security types, in selecting the most appropriate valuation model, management performs back testing and considers actual market transactions. Changes in allocation to or from Level 3 are analysed at the end of each reporting period.

(iv) Fair values of other financial instruments

The Fund did not hold any financial instruments which were not measured at fair value in the statement of financial position. Due to their short term nature, the carrying amounts of receivables and payables are assumed to approximate their fair value.

5 Net gains/(losses) on financial instruments held at fair value through profit or loss

The following table details the gains and losses recognised in relation to financial assets and liabilities at fair value through profit or loss:

	Year ended	
	30 June 2018 \$'000	30 June 2017 \$'000
Financial assets		
Net gain/(loss) on financial assets designated at fair value through profit or loss	<u>1,953</u>	<u>1,692</u>
Net gains/(losses) on financial assets held at fair value through profit and loss	<u>1,953</u>	<u>1,692</u>
Financial liabilities		
Net gain/(loss) on financial liabilities designated at fair value through profit or loss	<u>3</u>	<u>(9)</u>
Net gains/(losses) on financial liabilities held at fair value through profit and loss	<u>3</u>	<u>(9)</u>
Total net gains/(losses) from financial instruments held at fair value through profit or loss	<u>1,956</u>	<u>1,683</u>

6 Financial assets held at fair value through profit or loss

	As at	
	30 June 2018 \$'000	30 June 2017 \$'000
Designated at fair value through profit or loss		
Australian equity securities	11,306	10,593
New Zealand equity securities	<u>924</u>	<u>906</u>
Total designated at fair value through profit or loss	<u>12,230</u>	<u>11,499</u>
Total financial assets held at fair value through profit or loss	<u>12,230</u>	<u>11,499</u>

The amount above includes \$556,413 (2017: \$200,373) of equity securities onlent to the Fund's Prime Broker in accordance with the Prime Brokerage agreement. Refer to Note 3(c).

An overview of the risk exposures relating to financial assets at fair value through profit or loss is included in Note 3 and Note 4.

7 Financial liabilities held at fair value through profit or loss

	As at	
	30 June 2018 \$'000	30 June 2017 \$'000
Designated at fair value through profit or loss		
Australian equity securities - sold short	<u>608</u>	<u>667</u>
Total designated at fair value through profit or loss	<u>608</u>	<u>667</u>
Total financial liabilities held at fair value through profit or loss	<u>608</u>	<u>667</u>

An overview of the risk exposures relating to financial liabilities at fair value through profit or loss is included in Note 3 and Note 4.

8 Net assets attributable to unitholders

Under AASB 132 *Financial instruments: Presentation*, puttable financial instruments meet the definition of a financial liability to be classified as equity where certain strict criteria are met. The Fund shall classify a financial instrument as an equity instrument from the date when the instrument has all the features and meets the conditions.

Prior to 28 June 2017 the Fund classified its net assets attributable to unitholders as liabilities in accordance with AASB 132. On 28 June 2017, the Fund elected into the AMIT regime. Amendments to the Fund's Constitution became effective on the same date which require attribution of income to unitholders on a fair and reasonable basis. Therefore the net assets attributable to unitholders of the Fund meet the criteria for classification as equity as set out under AASB 132 and are classified as such from 28 June 2017 onwards.

As a result of the reclassification of net assets attributable to unitholders from liabilities to equity, the Fund's distributions are no longer classified as finance costs in the statement of comprehensive income, but rather as dividends paid in the statement of changes in equity.

8 Net assets attributable to unitholders (continued)

Movements in the number of units and net assets attributable to unitholders during the year were as follows:

	30 June 2018	30 June 2017	As at 30 June 2018	30 June 2017
	No. '000	No. '000	\$'000	\$'000 Restated*
Net assets attributable to unitholders				
Opening balance	6,809	8,804	16,339	21,987
Applications	511	656	1,336	1,762
Redemptions	(1,874)	(2,651)	(4,821)	(6,847)
Units issued upon reinvestment of distributions	340	-	820	-
Distributions paid and payable	-	-	(989)	(1,773)
Profit/(loss) for the year	-	-	1,355	1,210
Closing balance	<u>5,786</u>	<u>6,809</u>	<u>14,040</u>	<u>16,339</u>

*Effective from 28 June 2017, the Fund's units have been reclassified from a financial liability to equity. As a result, unitholder transactions including applications, redemptions and distributions have been disclosed in the statement of changes in equity from 28 June 2017 onward whereas the table above presents unitholder transactions for the full year. For more information please refer to Note 1.

As stipulated within the Fund's Constitution, each unit represents a right to an individual share in the Fund and does not extend to a right to the underlying assets of the Fund. There are no separate classes of units and each unit has the same rights attaching to it as all other units of the Fund.

Capital risk management

The Fund considers its capital to be unitholders' Funds. The Investment Manager manages its net assets attributable to unitholders as capital, notwithstanding net assets attributable to unitholders are classified as a liability. The amount of net assets attributable to unitholders can change significantly on a daily basis as the Fund is subject to daily applications and redemptions at the discretion of unitholders.

The Fund monitors the level of daily applications and redemptions relative to the liquid assets in the Fund. The Fund strives to invest in securities that meet the Fund's investment objectives while maintaining sufficient liquidity to meet unitholders' redemptions.

9 Distributions to unitholders

The distributions for the year were as follows:

	30 June 2018	Year ended		30 June 2017
	\$'000	30 June 2018 DPU	30 June 2017 \$'000	30 June 2017 DPU
Distributions payable	<u>989</u>	<u>0.17</u>	<u>1,773</u>	<u>0.26</u>
Total	<u>989</u>	<u>0.17</u>	<u>1,773</u>	<u>0.26</u>

10 Cash and cash equivalents

	As at	
	30 June 2018	30 June 2017
	\$'000	\$'000
Cash at bank	3,488	7,863
	3,488	7,863

Reconciliation to cash at the end of the year

The above figures are reconciled to cash at the end of the financial year as shown in the statement of cash flows as follows:

	As at	
	30 June 2018	30 June 2017
	\$'000	\$'000
Balances as above	3,488	7,863
Bank overdrafts	-	(350)
Balance per statement of cash flows	3,488	7,513

11 Reconciliation of profit/(loss) to net cash inflow/(outflow) from operating activities

	Year ended	
	30 June 2018	30 June 2017
	\$'000	\$'000 Restated*
(a) Reconciliation of profit/(loss) to net cash inflow/(outflow) from operating activities		
Profit/(loss) for the year	1,355	1,210
Net (gains)/losses on financial instruments held at fair value through profit or loss	(1,956)	(1,683)
Net change in receivables	6	38
Net change in payables	(213)	126
Unrealised foreign exchange gains/(losses)	(7)	(47)
Net cash inflow/(outflow) from operating activities	(815)	(356)
(b) Non-cash financing activities		
During the year, the following distribution payments were satisfied by the issue of units under the distribution reinvestment plan	820	-

* Effective 28 June 2017, the Fund's units have been reclassified from a financial liability to equity. As a result, distributions to unitholders are a component of the Statement of Changes in Equity and not included in Profit and Loss. Accordingly, the respective lines in the above table have been restated at 30 June 2017.

12 Auditor's remuneration

During the year the following fees were paid or payable for services provided by the auditor of the Fund:

	Year ended	
	30 June 2018	30 June 2017
	\$	\$
<i>Audit services</i>		
Auditing/reviewing the financial report	23,800	22,800
Compliance plan audit	<u>5,000</u>	<u>5,050</u>
	<u>28,800</u>	<u>27,850</u>
<i>Taxation services</i>		
Tax compliance services	<u>7,973</u>	<u>9,127</u>
	<u>7,973</u>	<u>9,127</u>
Total remuneration paid or payable to KPMG	<u>36,773</u>	<u>36,977</u>

13 Other operating expenses

	Year ended	
	30 June 2018	30 June 2017
	\$'000	\$'000
Dividend withholding tax	1	11
Stock loan expense - short sells	7	2
Sundry	<u>14</u>	<u>31</u>
Total other operating expenses	<u>22</u>	<u>44</u>

14 Receivables

	As at	
	30 June 2018	30 June 2017
	\$'000	\$'000
Interest receivable	1	1
Dividend and distribution receivable	28	30
GST receivable	<u>8</u>	<u>12</u>
Total receivables	<u>37</u>	<u>43</u>

15 Payables

	As at	
	30 June 2018 \$'000	30 June 2017 \$'000
Responsible Entity's fees payable	-	1
Reimbursable costs payable	2	-
Management fees payable	15	31
Audit fees payable	23	34
Dividend payable on short positions	9	-
Other payables	38	49
Total payables	87	115

16 Related party transactions

Responsible Entity

The Responsible Entity of K2 Australian Small Cap Fund is K2 Asset Management Ltd.

Key management personnel

The Fund does not employ personnel in its own right. However it is required to have an incorporated Responsible Entity to manage the activities of the Fund.

Directors

Key management personnel includes persons who were Directors of K2 Asset Management Ltd at any time during the financial year and up to the date of this report:

Campbell W Neal
Mark S Newman
Robert C Hand
Hollie A Wight
Matthew W Lawler

Key management personnel unitholdings

The key management personnel of K2 Asset Management Ltd (or their related entities) held units in the Fund as follows:

2018

Director	Closing unit holding (Units)	Interest held %	Value of units held* (\$)	Units purchased (Units)	Prior year Distribution reinvested (Units)	Units sold (Units)	Current Year Distributions receivable (\$)
Campbell W Neal	899,103	15.54	2,184,820	-	87,722	-	153,640
Hollie A Wight	31,568	0.54	76,710	-	3,080	-	5,394
Total	930,671	16.08	2,261,530	-	90,802	-	159,034

Value of units is calculated based on NAV per unit (quoted ex-distribution).

16 Related party transactions (continued)

Key management personnel unitholdings (continued)

2017

Director	Closing unit holding (Units)	Interest held %	Value of units held* (\$)	Units purchased (Units)	Distribution reinvested (Units)	Units sold (Units)	Distributions received (\$)
Campbell W Neal	811,381	11.92	1,947,314	-	-	-	211,300
Robert C Hand	-	-	-	-	-	80,784	-
Hollie A Wight	28,488	0.42	68,371	-	-	-	7,419
Total	839,869	12.34	2,015,685	-	-	80,784	218,719

* Value of units is calculated based on NAV per unit (quoted ex-distribution).

Related party unitholdings

Neither the Responsible Entity nor its Parent company held units in the Fund at the end of the financial year.

Transactions and balances with related parties

Transactions with K2 Asset Management Ltd in its role as the Responsible Entity and Investment Manager have taken place at arm's length, in the ordinary course of business and are as follows:

	Year ended	
	30 June 2018	30 June 2017
	\$	\$
Management fees expense for the financial year	213,415	436,943
Performance fees expense for the financial year	427,001	268,495
Responsible Entity's fees expense for the financial year*	9,185	15,412
Reimbursable costs expense for the financial year*	6,019	-

	As at	
	30 June 2018	30 June 2017
	\$	\$
Management fees payable at the end of each financial year	15,267	31,424
Performance fees payable at the end of each financial year	-	184,610
Responsible Entity's fees payable at the end of each financial year*	-	1,107
Reimbursable costs payable at the end of each financial year*	1,978	-

Responsible Entity fees and reimburseable costs

Effective 3 April 2017, the Fund ceased paying Responsible Entity Fees to K2 Asset Management Ltd. Reimbursable Costs are paid to K2 Asset Management Ltd to cover ASX fees, custodian fees, administration fees, unit registry costs and other fees and expense relating to the administration and K2 Asset Management Ltd's role as responsible entity of the Fund. These costs were previously expensed to and paid by the Fund and are now absorbed by K2 Asset Management Ltd. Reimbursable costs are currently limited to 0.17% of the Fund's gross asset value. For more information, please refer to Note 2(f).

16 Related party transactions (continued)

Key management personnel compensation

Key management personnel are paid by K2 Asset Management Ltd. Payments made from the Fund to K2 Asset Management Ltd do not include any amounts directly attributable to compensation of key management personnel.

Key management personnel loan disclosures

The Fund has not made, guaranteed or secured, directly or indirectly, any loans to the key management personnel or their personally related entities at any time during the reporting period.

Investments

The Fund did not hold any investments in K2 Asset Management Ltd or K2 Asset Management Holdings Ltd or its affiliates during the year.

Other transactions within the Fund

From time to time Directors of the Responsible Entity of the K2 Australian Small Cap Fund, or their Director related entities, may invest in or withdraw from the Fund. These investments or withdrawals are on the same terms and conditions as those entered into by other Fund investors.

17 Segment information

The Fund is organised into one main segment which operates solely in the business of investment management within Australia.

The Fund operates in Australia and holds investments in Australia and New Zealand.

18 Events occurring after the reporting period

No significant events have occurred since the end of the reporting period and up to the date of this report which would impact on the financial position of the Fund disclosed in the statement of financial position as at 30 June 2018 or on the results and cash flows of the Fund for the year ended on that date.

19 Contingent assets and liabilities and commitments

There are no outstanding contingent assets, liabilities or commitments as at 30 June 2018 and 30 June 2017.

Directors' declaration

In the opinion of the Directors of the Responsible Entity:

- (a) The financial statements and notes set out on pages 7 to 32 are in accordance with the *Corporations Act 2001*, including:
 - (i) complying with Australian Accounting Standards (including the Australian Accounting Interpretations), the *Corporations Regulations 2001* and other mandatory professional reporting requirements; and
 - (ii) giving a true and fair view of the Fund's financial position as at 30 June 2018 and of its performance for the financial year ended on that date; and
- (b) the financial statements also comply with International Financial Reporting Standards as disclosed in Note 2; and
- (c) there are reasonable grounds to believe that the Fund will be able to pay its debts as and when they become due and payable.

Signed in accordance with a resolution of the Directors of K2 Asset Management Ltd.



Hollie A Wight
Director

Melbourne
28 August 2018



Independent Auditor's Report

To the unitholders of K2 Australian Small Cap Fund

Opinion

We have audited the **Financial Report** of K2 Australian Small Cap Fund (the Scheme).

In our opinion, the accompanying Financial Report of the Scheme is in accordance with the *Corporations Act 2001*, including:

- giving a true and fair view of the Scheme's financial position as at 30 June 2018 and of its financial performance for the year ended on that date; and
- complying with *Australian Accounting Standards* and the *Corporations Regulations 2001*.

The **Financial Report** comprises:

- Statement of financial position as at 30 June 2018;
- Statement of comprehensive income, Statement of changes in equity, and Statement of cash flows for the year then ended;
- Notes including a summary of significant accounting policies; and
- Directors' Declaration.

Emphasis of matter – Restatement of comparative balances

We draw attention to Note 1 to the Financial Report, which describes the reclassification of the Scheme's units from financial liability to equity effective 28 June 2017 after opting into the AMIT Regime. Equity transactions, including distributions have been reclassified and disclosed as comparatives in this Financial Report. Our report is not modified in respect to this matter.

Basis for opinion

We conducted our audit in accordance with *Australian Auditing Standards*. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the Financial Report* section of our report.

We are independent of the Scheme in accordance with the *Corporations Act 2001* and the ethical requirements of the *Accounting Professional and Ethical Standards Board's APES 110 Code of Ethics for Professional Accountants* (the Code) that are relevant to our audit of the Financial Report in Australia. We have fulfilled our other ethical responsibilities in accordance with the Code.

Key Audit Matters

The **Key Audit Matters** we identified are:

- Valuation of investments; and
- Measurement of performance fees

Key Audit Matters are those matters that, in our professional judgment, were of most significance in our audit of the Financial Report of the current period.

These matters were addressed in the context of our audit of the Financial Report as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.



Valuation of investments (\$11,622,000)

Refer to Note 2(b), Note 4, Note 6 and Note 7

The key audit matter

Valuation of investments is a key audit matter due to:

- The size of the Scheme's portfolio of investments (82.8% of net assets);
- It was the key driver of performance results; and
- It was the area with the greatest effect on our audit strategy and allocation of resources in planning and completing our audit.

How the matter was addressed in our audit

Our procedures included:

- Comparing the ownership of investments to independently obtained custodial records;
- Comparing the valuation of investments in the portfolio to externally quoted market prices; and
- Evaluating the Scheme's disclosures of investments, such as the fair value hierarchy, to the requirements of the accounting standards.

Measurement of performance fees (\$427,001)

Refer to Note 2(f) and Note 16

The key audit matter

Measurement of performance fees is a key audit matter due to:

- the manual nature of the calculation, thereby increasing risk of error;
- the impact of unitholder movement in and out of the Scheme, therefore the dependence on the precision and timing of processing fees for those unitholders; and
- K2 Asset Management Ltd being the beneficiary of any performance fee paid by the Scheme, a significant level of audit effort is required given the risk associated with the related-party relationship.

How the matter was addressed in our audit

We recalculated performance fees for the year ended 30 June 2018 using the calculation methodology as described in the Scheme's Product Disclosure Statement. We compared the independently calculated performance fee calculations to those of the Scheme and investigated significant variances.

We checked calculation inputs such as unitholder applications and redemptions to third party sources.

Other Information

Other Information is financial and non-financial information in K2 Australian Small Cap Fund's annual reporting which is provided in addition to the Financial Report and the Auditor's Report. The Directors are responsible for the Other Information.

Our opinion on the Financial Report does not cover the Other Information and, accordingly, we do not express an audit opinion or any form of assurance conclusion thereon.

In connection with our audit of the Financial Report, our responsibility is to read the Other Information. In doing so, we consider whether the Other Information is materially inconsistent with the Financial Report or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

We are required to report if we conclude that there is a material misstatement of this Other Information, and based on the work we have performed on the Other Information that we obtained prior to the date of this Auditor's Report we have nothing to report.



Responsibilities of the Directors for the Financial Report

The Directors of K2 Asset Management Ltd (the Responsible Entity) are responsible for:

- preparing the Financial Report that gives a true and fair view in accordance with *Australian Accounting Standards* and the *Corporations Act 2001*;
- implementing necessary internal control to enable the preparation of a Financial Report that gives a true and fair view and is free from material misstatement, whether due to fraud or error; and
- assessing the Scheme's ability to continue as a going concern. This includes disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless they either intend to liquidate the Scheme or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the Financial Report

Our objective is:

- to obtain reasonable assurance about whether the Financial Report as a whole is free from material misstatement, whether due to fraud or error; and
- to issue an Auditor's Report that includes our opinion.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with *Australian Auditing Standards* will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error. They are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this Financial Report.

A further description of our responsibilities for the Audit of the Financial Report is located at the Auditing and Assurance Standards Board website at: http://www.auasb.gov.au/auditors_files/ar1.pdf. This description forms part of our Auditor's Report.

KPMG

KPMG

Dean Waters

Partner

Melbourne

28 August 2018